

Chart 5

Remedium Group, Inc. Status of Postpetition Taxes MOR-4 May 31, 2003				
	Beginning Tax Liability	Amount Withheld or Accrued	Amount Paid	Ending Tax Liability
Federal				
Withholding	\$ -	\$ 13,339	\$ (13,339)	\$ -
FICA - Employee	-	6,237	(6,237)	-
FICA and payroll- Employer	-	6,237	(6,237)	-
Unemployment	-	-	-	-
Other	-	-	-	-
Total Federal Taxes	\$ -	\$ 25,813	\$ (25,813)	\$ -
State and Local				
Withholding	\$ -	\$ 597	\$ (597)	\$ -
Sales & Use	-	-	-	-
Property Taxes	-	-	-	-
Other	-	-	-	-
Total State and Local	\$ -	\$ 597	\$ (597)	\$ -
Total Taxes	\$ -	\$ 26,410	\$ (26,410)	\$ -

Note #4

Grace's information systems do not provide the detailed nature of invoices in Accounts Payable. See Debtor Questionnaire (Chart 7, MOR – 5) for attestation related to accounts payable and tax obligations.

Chart 5

Grace Washington, Inc. Status of Postpetition Taxes MOR-4 May 31, 2003				
	Beginning Tax Liability	Amount Withheld or Accrued	Amount Paid	Ending Tax Liability
Federal:				
Withholding	\$ -	\$ 4,728	\$ (4,728)	\$ -
FICA - Employee	-	232	(232)	-
FICA and payroll- Employer	(36)	233	(233)	(36)
Unemployment	-	-	-	-
Other	-	-	-	-
Total Federal Taxes	\$ (36)	\$ 5,193	\$ (5,193)	\$ (36)
State and Local:				
Withholding	\$ -	\$ 889	\$ (889)	\$ -
Sales & Use	-	-	-	-
Property Taxes	-	-	-	-
Other	-	-	-	-
Total State and Local	\$ -	\$ 889	\$ (889)	\$ -
Total Taxes	\$ (36)	\$ 6,082	\$ (6,082)	\$ (36)

Note #4

Grace's information systems do not provide the detailed nature of invoices in Accounts Payable. See Debtor Questionnaire (Chart 7, MOR – 5) for attestation related to accounts payable and tax obligations.

Chart 5

L B Realty, Inc. Status of Postpetition Taxes MOR-4 May 31, 2003				
	Beginning Tax Liability	Amount Withheld or Accrued	Amount Paid	Ending Tax Liability
Federal				
Withholding	\$ -	\$ -	\$ -	\$ -
FICA - Employee	-	-	-	-
FICA and payroll- Employer	-	-	-	-
Unemployment	-	-	-	-
Other	-	-	-	-
Total Federal Taxes	\$ -	\$ -	\$ -	\$ -
State and Local				
Withholding	\$ -	\$ -	\$ -	\$ -
Sales & Use	-	-	-	-
Property Taxes	-	-	-	-
Other	-	-	-	-
Total State and Local	\$ -	\$ -	\$ -	\$ -
Total Taxes	\$ -	\$ -	\$ -	\$ -

Note #4

Grace's information systems do not provide the detailed nature of invoices in Accounts Payable. See Debtor Questionnaire (Chart 7, MOR – 5) for attestation related to accounts payable and tax obligations.

Chart 5

Darex Puerto Rico, Inc. Status of Postpetition Taxes MOR-4 May 31, 2003				
	Beginning Tax Liability	Amount Withheld or Accrued	Amount Paid	Ending Tax Liability
Federal				
Withholding	\$ -	\$ -	\$ -	\$ -
FICA - Employee	(193)	1,017	(1,017)	(193)
FICA and payroll- Employer	1,210	1,017	(91)	2,136
Unemployment	-	-	-	-
Other	-	-	-	-
Total Federal Taxes	\$ 1,017	\$ 2,034	\$ (1,108)	\$ 1,943
State and Local				
Withholding	\$ -	\$ 1,807	\$ (1,807)	\$ -
Sales & Use	-	-	-	-
Property Taxes	255,201	4,064	-	259,265
Other	-	-	-	-
Total State and Local	\$ 255,201	\$ 5,871	\$ (1,807)	\$ 259,265
Total Taxes	\$ 256,218	\$ 7,905	\$ (2,915)	\$ 261,208

Note #4

Grace's information systems do not provide the detailed nature of invoices in Accounts Payable. See Debtor Questionnaire (Chart 7, MOR – 5) for attestation related to accounts payable and tax obligations.

Chart 6

W. R. Grace & Co. - Conn	
Accounts Receivable Reconciliation and Aging	
MOR-5	
May 2003	
Trade Accounts Receivable Reconciliation	
Trade accounts receivable, beginning of month, gross	\$ 102,608,798
Amounts billed during the period	70,104,565
Amounts collected during the period	(71,482,544)
Other	3,893,431
Trade accounts receivable at the end of month, gross	\$ 105,124,250
Trade Accounts Receivable Aging	
Current	\$ 73,813,062
1-30 days past due	24,049,017
31-60 days past due	5,908,095
+61 days past due	1,354,076
Trade accounts receivable, gross	105,124,250
Allowance for doubtful accounts	(894,742)
Trade accounts receivable, net	\$ 104,229,508
Notes and Accounts Receivable Reconciliation	
Trade accounts receivable, net	\$ 104,229,508
Customer notes and drafts receivable	523,969
Pending customer credit notes	(35,017)
Advances and deposits	5,634,039
Nontrade receivables, net	1,104,030
Total notes and accounts receivable, net	\$ 111,456,529

Chart 6

Remedium Group, Inc. Accounts Receivable Reconciliation and Aging MOR-5 May 2003	
Trade Accounts Receivable Reconciliation	
Trade accounts receivable, beginning of month, gross	\$ -
Amounts billed during the period	-
Amounts collected during the period	-
Other	-
Trade accounts receivable at the end of month, gross	\$ -
Trade Accounts Receivable Aging	
Current	\$ -
1-30 days past due	-
31-60 days past due	-
+61 days past due	-
Trade accounts receivable, gross	-
Allowance for doubtful accounts	-
Trade accounts receivable, net	\$ -
Notes and Accounts Receivable Reconciliation	
Trade accounts receivable, net	\$ -
Customer notes and drafts receivable	-
Pending customer credit notes	-
Advances and deposits	-
Nontrade receivables, net	23,965
Total notes and accounts receivable, net	\$ 23,965

Chart 6

Darex Puerto Rico, Inc. Accounts Receivable Reconciliation and Aging MOR-5 May 2003	
Trade Accounts Receivable Reconciliation	
Trade accounts receivable, beginning of month, gross	\$ 2,643,473
Amounts billed during the period	591,909
Amounts collected during the period	(421,956)
Other	70,322
Trade accounts receivable at the end of month, gross	\$ 2,883,748
Trade Accounts Receivable Aging	
Current	\$ 1,627,516
1-30 days past due	498,499
31-60 days past due	331,960
+61 days past due	425,773
Trade accounts receivable, gross	2,883,748
Allowance for doubtful accounts	(34,626)
Trade accounts receivable, net	\$ 2,849,122
Notes and Accounts Receivable Reconciliation	
Trade accounts receivable, net	\$ 2,849,122
Customer notes and drafts receivable	-
Pending customer credit notes	(1,147)
Advances and deposits	-
Nontrade receivables, net	3,148
Total notes and accounts receivable, net	\$ 2,851,123

Chart 6

Grace Europe, Inc. Accounts Receivable Reconciliation and Aging MOR-5 May 2003	
Trade Accounts Receivable Reconciliation	
Trade accounts receivable, beginning of month, gross	\$ -
Amounts billed during the period	-
Amounts collected during the period	-
Other	-
Trade accounts receivable at the end of month, gross	\$ -
Trade Accounts Receivable Aging	
Current	\$ -
1-30 days past due	-
31-60 days past due	-
+61 days past due	-
Trade accounts receivable, gross	-
Allowance for doubtful accounts	-
Trade accounts receivable, net	\$ -
Notes and Accounts Receivable Reconciliation	
Trade accounts receivable, net	\$ -
Customer notes and drafts receivable	-
Pending customer credit notes	-
Advances and deposits	-
Nontrade receivables, net	82,700
Total notes and accounts receivable, net	\$ 82,700

Chart 7

W.R. Grace & Co., et al Debtor Questionnaire MOR - 5 May 2003		
	Yes	No
1. Have any assets been sold or transferred outside the normal course of business this reporting period? If yes, provide an explanation below.		X
2. Have any funds been disbursed from any account other than a debtor in possession account for this reporting period? If yes, provide an explanation below.		See Note #5 below
3. Have all postpetition tax returns been timely filed? If no, provide an explanation below.	X	
4. Are workers compensation, general liability and other necessary insurance coverages in effect? If no, provide an explanation below.	X	
5. Are post-petition accounts payable and tax obligations current and paid to date? If no, provide an explanation.	X (unless disputed in normal course of business)	

Note #5

As part of the first day orders submitted to the court on April 2, 2001, an application for the Debtors to (a) continue and maintain their consolidated cash management system, (b) continue and maintain their existing bank accounts and (c) continue to use existing business forms and granting related relief was included. The Debtors have continued to use their existing bank accounts and no new debtor in possession accounts have been established.

List assets sold/transferred outside the normal course of business over \$25,000:		
Description of Asset	Sale Date	Proceeds

Combined Chapter 11 Filing Entity Statements

Chart 8

W. R. Grace & Co. - Chapter 11 Filing Entities				
Combined Statement of Operations				
Amounts in millions	Month Ended May 31		Five Months Ended May 31	
	2003	2002	2003	2002
Net sales to third parties	\$ 70.7	\$ 76.2	\$ 333.6	\$ 355.1
Net sales to non-filing entities	16.0	14.6	61.9	54.7
Interest and royalties from non-filing entities	3.6	3.2	18.0	17.1
Other income	0.8	0.5	8.0	6.7
	91.1	94.5	421.5	433.6
Cost of goods sold to third parties	47.1	44.9	229.0	220.1
Cost of goods sold to non-filing entities	11.6	10.4	44.3	38.5
Selling, general and administrative expenses	23.7	20.1	118.5	104.9
Research and development expenses	3.4	3.6	18.1	17.2
Depreciation and amortization	5.1	5.0	25.7	25.1
Interest expense	1.4	1.6	6.9	7.8
	92.3	85.6	442.5	413.6
Income (loss) before Chapter 11 expenses, income taxes and equity in net income of non-filing entities	(1.2)	8.9	(21.0)	20.0
Chapter 11 expenses, net	(3.2)	(2.8)	(7.3)	(8.9)
Provision for income taxes	0.6	(3.9)	2.7	(11.0)
Equity in net income of non-filing entities	2.5	5.7	24.9	26.3
Net (loss) income	\$ (1.3)	\$ 7.9	\$ (0.7)	\$ 26.4

The Notes to Combined Financial Statements are an integral part of these statements.

Chart 9

W. R. Grace & Co. - Chapter 11 Filing Entities
Combined Functional Basis Statement of Cash Flows

	Month Ended May 31, 2003	Year to Date May 31, 2003
<i>Amounts in millions</i>		
<u>Core operations cash flow</u>		
Pre-tax (loss) income from core operations	\$ 3.8	\$ (0.1)
Depreciation and amortization	5.1	25.7
	8.9	25.6
Changes in all core assets/liabilities and other	(15.6)	(32.1)
Net increase in accounts receivable due to termination of the securitization program	-	-
	(6.7)	(6.5)
Capital expenditures	(4.8)	(26.0)
Core Pre-tax Operating Cash Flow	(11.5)	(32.5)
<u>Charges against core reserves</u>		
Pension liabilities	(0.5)	(2.0)
Deferred compensation	-	(0.2)
Self insurance	(0.1)	(0.1)
Total Spending Against Core Reserves	(0.6)	(2.3)
Core Cash Flow	(12.1)	(34.8)
<u>Noncore cash flow</u>		
Proceeds from asset sales	-	0.7
Benefit proceeds under life insurance policies	-	4.4
Other noncore pretax cash flow	0.2	(2.7)
Noncore Pre-tax Cash Flow	0.2	2.4
<u>Charges against noncore reserves</u>		
Asbestos		
Asbestos claims processing	0.3	(3.5)
Less - insurance recovery	7.8	10.2
Net asbestos (payments)	8.1	6.7
Environmental remediation	(0.4)	(5.1)
Retained obligations and other	(0.3)	(0.4)
Postretirement benefits	(0.9)	(5.2)
Total Spending Against Noncore Reserves	6.5	(4.0)
Noncore Cash Flow	6.7	(1.6)
Total Pre-tax/Pre-interest/Pre-Chapter 11 Cash Flow	(5.4)	(36.4)
Cash paid for taxes, net of refunds	0.6	(0.1)
Cash paid for interest	0.6	0.1
Chapter 11 reorganization expenses paid	(2.9)	(8.9)
Cash Flow before Strategic Investments	(7.1)	(45.3)
<u>Strategic Investments</u>		
Cash paid for businesses acquired	-	-
Cash used for Strategic Investments	-	-
Cash Flow after Strategic Investments	(7.1)	(45.3)
Borrowings (repayments) under DIP facility	(0.2)	27.4
Net (investing)/financing activities under life insurance policies	0.1	(5.9)
Net Cash Flow	\$ (7.2)	\$ (23.8)

The Notes to Combined Financial Statements are an integral part of these statements.

Chart 10

W. R. Grace & Co. - Chapter 11 Filing Entities Combined Balance Sheet			
Amounts in millions	May 31, 2003	December 31, 2002	April 2, 2001
ASSETS			
Current Assets			
Cash and cash equivalents	\$ 33.0	\$ 56.8	\$ 8.6
Accounts and other receivables, net	114.4	115.0	43.8
Receivables from non-filing entities, net	36.2	41.3	51.2
Inventories	80.3	70.5	80.6
Deferred income taxes	20.2	22.2	80.9
Asbestos-related insurance expected to be realized within one year	-	-	17.0
Other current assets	19.1	30.8	21.9
Total Current Assets	303.2	336.6	304.0
Properties and equipment, net	390.1	389.7	400.4
Goodwill	14.6	14.5	13.6
Cash value of life insurance policies, net of policy loans	86.8	82.4	64.1
Deferred income taxes	576.7	567.0	401.0
Asbestos-related insurance expected to be realized after one year	272.4	282.6	323.4
Loans receivable from non-filing entities, net	511.6	444.4	387.5
Investment in non-filing entities	280.0	241.4	121.0
Other assets	88.7	82.9	308.5
Total Assets	\$ 2,524.1	\$ 2,441.5	\$ 2,323.5
LIABILITIES AND SHAREHOLDERS' EQUITY (DEFICIT)			
Liabilities Not Subject to Compromise			
Current Liabilities			
Debt payable within one year	\$ 30.0	-	-
Accounts payable	42.2	41.2	-
Income Taxes Payable	5.0	5.0	-
Other current liabilities	40.5	53.1	-
Total Current Liabilities	117.7	99.3	-
Debt payable after one year	-	-	-
Other liabilities	240.4	229.6	31.8
Total Liabilities Not Subject to Compromise	358.1	328.9	31.8
Liabilities Subject to Compromise			
Debt, pre-petition plus accrued interest	543.6	538.8	511.5
Accounts payable	32.2	32.4	43.0
Income taxes payable	232.3	231.1	210.1
Asbestos-related liability	969.7	973.2	1,002.8
Other liabilities	554.7	559.2	598.6
Total Liabilities Subject to Compromise	2,332.5	2,334.7	2,366.0
Total Liabilities	2,690.6	2,663.6	2,397.8
Shareholders' Equity (Deficit)			
Common stock	0.8	0.8	0.8
Paid in capital	432.2	433.0	432.6
Accumulated deficit	(116.4)	(115.7)	(201.8)
Treasury stock, at cost	(136.1)	(137.0)	(136.4)
Accumulated other comprehensive income (loss)	(347.0)	(403.2)	(169.5)
Total Shareholders' Deficit	(166.5)	(222.1)	(74.3)
Total Liabilities and Shareholders' Equity (Deficit)	\$ 2,524.1	\$ 2,441.5	\$ 2,323.5

The Notes to Combined Financial Statements are an integral part of these statements.

W. R. Grace & Co.
Notes to Combined Financial Statements
May 31, 2003

1. Basis of Presentation and Summary of Significant Accounting and Financial Reporting Policies

W. R. Grace & Co., through its subsidiaries, is engaged in specialty chemicals and specialty materials businesses on a worldwide basis. These businesses consist of catalysts and silica products ("Davison Chemicals") and construction chemicals, building materials and sealants and coatings ("Performance Chemicals").

W. R. Grace & Co. conducts substantially all of its business through a direct, wholly owned subsidiary, W. R. Grace & Co.-Conn. ("Grace-Conn."). Grace-Conn. owns substantially all of the assets, properties and rights of W. R. Grace & Co., either directly or through subsidiaries.

As used in these notes, the term "Company" refers to W. R. Grace & Co. The term "Grace" refers to the Company and/or one or more of its subsidiaries and, in certain cases, their respective predecessors.

VOLUNTARY BANKRUPTCY FILING

In response to a sharply increasing number of asbestos-related bodily injury claims, on April 2, 2001 (the "Filing Date"), W. R. Grace & Co. and 61 of its United States subsidiaries and affiliates, including Grace-Conn. (collectively, the "Debtors"), filed voluntary petitions for reorganization (the "Filing") under Chapter 11 of the United States Bankruptcy Code ("Chapter 11" or the "Bankruptcy Code") in the United States Bankruptcy Court for the District of Delaware (the "Bankruptcy Court"). The cases were consolidated and are being jointly administered under case number 01-01139 (the "Chapter 11 Cases"). Grace's non-U.S. subsidiaries and certain of its U.S. subsidiaries were not included in the Filing.

During 2000 and the first quarter of 2001, Grace experienced several adverse developments in its asbestos-related litigation, including: a significant increase in bodily injury claims, higher than expected costs to resolve bodily injury and certain property damage claims, and class action lawsuits alleging damages from a former attic insulation product. After a thorough review of these

developments, the Board of Directors of Grace concluded on April 2, 2001 that a federal court-supervised Chapter 11 filing provided the best forum available to achieve predictability and fairness in the claims settlement process.

By filing under Chapter 11, Grace expects to be able to both obtain a comprehensive resolution of the claims against it and preserve the inherent value of its businesses. Under Chapter 11, the Debtors expect to continue to operate their businesses as debtors-in-possession under court protection from their creditors and claimants, while using the Chapter 11 process to develop and implement a plan for addressing the asbestos-related claims against them.

Consequence of Filing – As a consequence of the Filing, pending litigation against the Debtors for pre-petition matters is generally stayed (subject to certain exceptions in the case of governmental authorities), and no party may take action to realize its pre-petition claims except pursuant to an order of the Bankruptcy Court.

The Debtors intend to address all of their pending and future asbestos-related claims and all other pre-petition claims in a plan of reorganization. Such a plan of reorganization may include the establishment of a trust through which all pending and future asbestos-related claims would be channeled for resolution. However, it is currently impossible to predict with any degree of certainty the amount that would be required to be contributed to the trust, how the trust would be funded, how other pre-petition claims would be treated or what impact any reorganization plan may have on the shares of common stock of the Company. The interests of the Company's shareholders could be substantially diluted or cancelled under a plan of reorganization. The formulation and implementation of the plan of reorganization is expected to take a significant period of time.

Status of Chapter 11 Proceedings – Since the Filing, all motions necessary to conduct normal business activities have been approved by the Bankruptcy Court. In addition, the Debtors have received approval from the Bankruptcy Court to pay or otherwise honor certain of its pre-petition obligations in the ordinary course of business,

including employee wages and benefits, customer programs, shipping charges, and a limited amount of claims of essential trade creditors.

As provided by the Bankruptcy Code, the Debtors had the exclusive right to propose a plan of reorganization for a 120-day period following the Filing Date. The Debtors have received an extension of their exclusivity period during which to file a plan of reorganization through August 1, 2003, and an extension of the Debtors' exclusive rights to solicit acceptances of a reorganization plan through October 1, 2003.

Three creditors' committees, two representing asbestos claimants and the third representing other unsecured creditors, and a committee representing shareholders have been appointed in the Chapter 11 Cases. These committees will have the right to be heard on all matters that come before the Bankruptcy Court and, together with a legal representative of future asbestos claimants (whom Grace expects to be appointed by the Bankruptcy Court in the future), are likely to play important roles in the Chapter 11 Cases. The Debtors are required to bear certain of the committees' and the future asbestos claimants representative's costs and expenses, including those of their counsel and financial advisors.

The Debtors' Chapter 11 cases have been assigned to Judge Alfred M. Wolin, a senior federal judge who sits in Newark, New Jersey. Judge Wolin is presiding over asbestos bodily injury matters and the fraudulent conveyance litigation described below. He has assigned the Debtors' other bankruptcy matters to Judge Judith Fitzgerald, a U.S. bankruptcy judge from the Western District of Pennsylvania, sitting in Wilmington, Delaware.

The Bankruptcy Court established a bar date of March 31, 2003 for claims of general unsecured creditors, asbestos property damage claims and medical monitoring claims related to asbestos. The bar date did not apply to asbestos-related bodily injury claims or claims related to Zonolite® Attic Insulation, which will be dealt with separately. Rust Consulting, the court-approved claims handling agent for the Chapter 11 Cases, is maintaining a register of all claims filed. Grace is cataloguing claims as filed and assessing their validity. As a large portion of claims were filed in the two weeks prior to

the bar date, it will likely take several months to assess the validity of all claims filed and to develop a plan to address these claims through the bankruptcy process. At this time, it is not possible to estimate the value of all claims that will ultimately be allowed by the Bankruptcy Court, due to the uncertainties of the Chapter 11 process, the in-progress state of Grace's investigation of submitted claims, and the lack of documentation submitted in support of many claims.

In July 2002, the Bankruptcy Court approved special counsel to represent the ZAI claimants, at the Debtors' expense, in a proceeding to determine certain threshold scientific issues regarding ZAI. The court has set a litigation schedule that would result in pretrial hearings on these issues in the third quarter of 2003.

On November 29, 2002, Sealed Air Corporation ("Sealed Air") and Fresenius Medical Care AG ("Fresenius") each announced that they had reached agreements in principle with the Official Committee of Asbestos Personal Injury Claimants and the Official Committee of Asbestos Property Damage Claimants to settle asbestos and fraudulent conveyance claims related to the 1998 transaction involving Grace's former packaging business and Sealed Air, and the 1996 transaction involving Grace's former medical care business and Fresenius, respectively. Under the terms of the proposed Sealed Air settlement, Sealed Air would make a payment of \$512.5 million (plus interest at 5.5% per annum, commencing on December 21, 2002) and nine million shares of Sealed Air common stock, valued at \$395.0 million as of May 31, 2003, as directed by the Bankruptcy Court upon confirmation of Grace's plan of reorganization and the fulfillment of specified conditions. Under the terms of the proposed Fresenius settlement, as subsequently revised, Fresenius would contribute \$115.0 million to the Grace estate, or as otherwise directed by the Bankruptcy Court, upon confirmation of a plan of reorganization. The Sealed Air and Fresenius settlements are subject to the approval of the Bankruptcy Court and the fulfillment of specified conditions. Grace is unable to predict how these settlements may ultimately affect its plan of reorganization.

Impact on Debt Capital – All of the Debtors' pre-petition debt is in default due to the Filing. The accompanying Consolidated Balance Sheet as of May 31, 2003 reflects the classification of the Debtors' pre-petition debt within "liabilities subject to compromise."

The Debtors have entered into a debtor-in-possession post-petition loan and security agreement with Bank of America, N. A. (the "DIP facility") in the aggregate amount of \$250 million. The term of the DIP facility, originally set to expire April 1, 2003, has been extended for up to an additional three years through April 2006.

Accounting Impact – The accompanying Consolidated Financial Statements have been prepared in accordance with Statement of Position 90-7 ("SOP 90-7") "Financial Reporting by Entities in Reorganization Under the Bankruptcy Code," promulgated by the American Institute of Certified Public Accountants. SOP 90-7 requires that financial statements of debtors-in-possession be prepared on a going concern basis, which contemplates continuity of operations, realization of assets and liquidation of liabilities in the ordinary course of business. However, as a result of the Filing, the realization of certain Debtors' assets and the liquidation of certain Debtors' liabilities are subject to significant uncertainty. While operating as debtors-in-possession, the Debtors may sell or otherwise dispose of assets and liquidate or settle liabilities for amounts other than those reflected in the Consolidated Financial Statements. Further, a plan of reorganization could materially change the amounts and classifications reported in the Consolidated Financial Statements, which do not currently give effect to any adjustments to the carrying value or classification of assets or liabilities that might be necessary as a consequence of a plan of reorganization.

Pursuant to SOP 90-7, Grace's pre-petition liabilities that are subject to compromise are required to be reported separately on the balance sheet at an estimate of the amount that will ultimately be allowed by the Bankruptcy Court. As of May 31, 2003, such pre-petition liabilities include fixed obligations (such as debt and contractual commitments) as well as estimates of costs related to contingent liabilities (such as asbestos-related litigation, environmental

remediation, and other claims). The recorded amounts of such liabilities generally reflect accounting measurements as of the Filing Date, adjusted as warranted for changes in facts and circumstances and/or rulings under Grace's Chapter 11 proceedings subsequent to the Filing. (See Note 3 to the Consolidated Financial Statements for detail of the liabilities subject to compromise as of May 31, 2003, and as of the Filing Date.) Obligations of Grace subsidiaries not covered by the Filing continue to be classified on the Consolidated Balance Sheet based upon maturity dates or the expected dates of payment. SOP 90-7 also requires separate reporting of certain expenses, realized gains and losses, and provisions for losses related to the Filing as reorganization items.

Basis of Presentation

The interim Combined Financial Statements presented herein represent the results of operations, cash flows and financial position of the Debtors. These financial statements pertain to periods beginning with, and subsequent to, the Filing Date and have been prepared in conformity with requirements of the Bankruptcy Court. Consequently, these financial statements do not purport to present the financial performance of W. R. Grace & Co. in conformity with generally accepted accounting principles which would require the consolidation of all controlled subsidiaries and more extensive notes and analysis related to the worldwide operations of W. R. Grace & Co. Financial activity of non-Debtor entities is not presented herein. However, all non-Debtor entities are either directly or indirectly controlled by the Debtors and, accordingly, non-Debtor financial results are reflected under the equity method of accounting. These financial statements are unaudited and should be read in conjunction with the consolidated financial statements presented in W. R. Grace & Co.'s 2002 Form 10-K and, when filed, its 2003 Form 10-K and other periodic filings with the U.S. Securities and Exchange Commission.

These interim Consolidated Financial Statements reflect all adjustments that, in the opinion of management, are necessary for a fair presentation of the results of the interim periods presented under generally accepted accounting principles; all such adjustments are of a normal recurring nature. All significant inter-Debtor accounts and transactions have been eliminated. Transactions and balances with non-Debtor entities are separately disclosed.

Certain amounts in prior years' Consolidated Financial Statements have been reclassified to conform to the 2003 presentation.

Use of Estimates

The preparation of financial statements in conformity with U.S. generally accepted accounting principals requires that management make estimates and assumptions affecting the assets and liabilities reported at the date of the Consolidated Financial Statements, and the revenues and expenses reported for the periods presented. Actual amounts could differ from those estimates. Changes in estimates are recorded in the period identified. Grace's accounting measurements that are most affected by management's estimates of future events are:

- Contingent liabilities such as asbestos-related matters, environmental remediation, income taxes and retained obligations of divested businesses.
- Pension and post-retirement liabilities that depend on assumptions regarding discount rates and/or total returns on invested funds.
- Depreciation and amortization periods for long-lived assets, including property and equipment, intangible, and other assets.
- Realization values of various assets such as trade receivables, inventories, insurance receivables, income taxes, and goodwill.

The accuracy of these and other estimates may also be materially affected by the uncertainties arising under the Chapter 11 Cases.

2. Chapter 11 Related Financial Information

As a result of the Filing, Grace's Consolidated Balance Sheet separately identifies the liabilities that are "subject to compromise" as a result of the Chapter 11 proceedings. In Grace's case, "liabilities subject to compromise" represent pre-petition liabilities as determined under U.S. generally accepted accounting principles. Changes to the recorded amount of such liabilities will be based on developments in the Chapter 11 Cases and management's assessment of the claim amounts that will ultimately be allowed by the Bankruptcy Court. Changes to pre-petition liabilities subsequent to the

Filing Date reflect: 1) cash payments under approved court orders; 2) the accrual of interest on pre-petition debt at the pre-petition contractual rate; 3) accruals for employee-related programs; and 4) changes in estimates related to pre-petition contingent liabilities and assets.

Set forth below is a reconciliation of the changes in pre-filing date liability balances for the period from the Filing Date through May 31, 2003.

(Dollars in millions)	Current Month	Cumulative Since Filing
Balance, beginning of period	\$ 2,333.0	\$ 2,366.0
Cash disbursements and/or reclassifications under bankruptcy court orders:	—	
Freight and distribution order ...	—	(5.7)
Trade accounts payable order ...	—	(9.1)
Other court orders including employee wages and benefits, sales and use tax and customer programs	1.0	(160.7)
Expense/(income) items:		
Interest on pre-petition debt	0.9	40.4
Current period employment-related accruals	1.4	22.6
Change in estimate of environmental contingencies	—	78.5
Change in estimate of income tax contingencies	—	24.8
Balance sheet reclassifications	(3.8)	(24.3)
Balance, end of period	\$ 2,332.5	\$ 2,332.5

Pre-Filing Date obligations allowable under current court orders and expected to be paid prior to an adopted plan or reorganization are classified as "liabilities not subject to compromise." Additional liabilities subject to compromise may arise due to the rejection of executory contracts or unexpired leases, or as a result of the allowance of contingent or disputed claims.

3. Other Balance Sheet Accounts

(Dollars in millions)	May 31, 2003	Filing Date
Accounts and other receivables, net		
Trade receivables, less allowance of \$0.9 (Filing Date - \$0.7)	\$ 107.6	\$ 32.3
Other receivables, less allowance of \$1.7 (Filing Date - \$2.1)	6.8	11.5
	\$ 114.4	\$ 43.8
Inventories		
Raw materials	\$ 17.2	\$ 20.3
In process	22.3	16.2
Finished products	65.3	63.8
General merchandise	10.3	9.6
Less: Adjustment of certain inventories to a last-in/first-out (LIFO) basis	(34.8)	(29.3)
	\$ 80.3	\$ 80.6
Other Assets		
Deferred pension costs	\$ 4.9	\$ 227.9
Deferred charges	26.3	40.4
Long-term receivables	8.1	1.9
Long-term investments	-	2.1
Patents, licenses and other intangible assets	19.1	25.2
Pension - unamortized prior service cost	26.4	8.1
Other assets	3.9	2.9
	\$ 88.7	\$ 308.5
Other Current Liabilities		
Accrued compensation	\$ 9.6	\$ --
Accrued commissions	4.0	--
Customer programs	9.4	--
Accrued utilities	0.1	--
Accrued freight	3.0	--
Other accrued liabilities	14.4	--
	\$ 40.5	\$ --
Other Liabilities		
Deferred royalty income-nonfiling entities	6.8	31.8
Pension - underfunded plans	233.0	--
Other accrued liabilities	0.6	--
	\$ 240.4	\$ 31.8
Liabilities Subject to Compromise		
Other postretirement benefits	\$ 142.4	\$ 185.4
Environmental remediation	197.9	164.8
Retained obligations of divested businesses	55.7	75.5
Special pension arrangements	76.0	70.8
Deferred compensation	5.5	8.2
Self insurance reserve	25.4	11.8
Other accrued liabilities	51.8	82.1
	\$ 554.7	\$ 598.6

4. Life Insurance

Grace is the beneficiary of life insurance policies on certain current and former employees with a net cash surrender value of \$86.8 million at May 31, 2003. The policies were acquired to fund various employee benefit programs and other long-term liabilities and are structured to provide cash flow (primarily tax-free) over an extended number of years. The following table summarizes the net cash value at May 31, 2003 and Filing Date:

Components of Net Cash Value	May 31, 2003	Filing Date
Gross cash value	\$ 477.8	\$ 453.7
Principal - policy loans	(367.7)	(390.3)
Accrued interest - policy loans	(23.3)	0.7
Net cash value	\$ 86.8	\$ 64.1
Insurance benefits in force	\$ 2,229.3	\$ 2,286.0

Grace's financial statements display income statement activity and balance sheet amounts on a net basis, reflecting the contractual interdependency of policy assets and liabilities.

5. Debt

On May 31, 2003, and Filing Date, Grace's debt was as follows:

Components of Debt (Dollars in millions)	May 31, 2003	Filing Date
Debt payable within one year		
DIP facility	\$ 30.0	\$ --
Other short-term borrowings	--	--
	\$ 30.0	\$ --
Debt payable after one year		
DIP facility	\$ --	\$ --
Other long-term borrowings	--	--
	\$ --	\$ --
Debt Subject to Compromise		
Bank borrowings	\$ 500.0	\$ 500.0
8.0% Notes Due 2004	--	5.7
7.75% Notes Due 2002	--	2.0
Other borrowings	1.0	1.2
Accrued interest	42.6	2.6
	\$ 543.6	\$ 511.5

In April 2001, the Debtors entered into the DIP facility for a two-year term in the aggregate amount of \$250 million. The DIP facility is secured by a priority lien on substantially all assets of the Debtors, and bears interest based on LIBOR. The Debtors' have extended the term of the DIP facility

for up to an additional three years through April 2006, and modified certain other provisions. Grace had \$30.0 million outstanding under the DIP facility as of May 31, 2003.

The 7.75% Notes were repaid on June 11, 2001, and the 8.0% Notes were repaid on August 15, 2001, by the unaffiliated guarantor of the Notes. Grace's liability with respect to these notes is included in other liabilities subject to compromise as of May 31, 2003.

Bank Statements

TS

W R GRACE & CO
C/O CORPORATE ACCOUNTING
7500 GRACE DRIVE
COLUMBIA MD 21044-4098

Account No:
Statement Start Date:
Statement End Date:
Statement Code:
Statement No:

In US Dollars
910-1-013572
01 APR 2003
30 APR 2003
000-USA-21
004
Page 1 of 4

TRANSACTIONS		BALANCES		ENCLOSURES	
Total Credits	2	227,000.00	Opening (01 APR 2003)	Closing (30 APR 2003)	Credits
Total Debits (incl. checks)	22	217,979.07	Ledger	62,066.38	Debits
Total Checks Paid	0	0.00	Collected	62,066.38	Checks
				71,087.31	
				71,087.31	

Special offer from JPMorgan - Receive Internet Statements free of charge for three months. Need to reconcile your accounts as soon as possible? Take advantage of our promotional offer for Internet Statements. Download your statements two business days after the statement cycle ends. Search for transactions listed in the statement. Export data as a text or formatted Excel file. Best of all, receive your first three Internet Statements free of charge. Please contact your JPMorgan Relationship Manager for more information.

Ledger Date	Ad Ledger Date	Value Date	Ref	References	Credit/Debit	Description	Closing Balance Date	Amount
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CREDITS								
04APR		04APR	USD	YOUR: TERC OF 03/04/04 OUR: 0854300094JB	150,000.00	BOOK TRANSFER CREDIT B/O: W.R. GRACE AND COMPANY CAMBRIDGE MA 02140 REF: HOWT		48,655.02

24APR		24APR	USD	YOUR: TERC OF 03/04/24 OUR: 0549300114JB	77,000.00	BOOK TRANSFER CREDIT B/O: W.R. GRACE AND COMPANY CAMBRIDGE MA 02140 REF: HOWT		38,230.59
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DEBITS								
01APR	31MAR	31MAR	USD	OUR: 0309100096WA	12,411.36	GOVERNMENT ALLOTMENT DEBIT COVERING DRAFTS TO A/C NO. 002-2-416598 FOR WORK OF 03/31/03 W R GRACE & CO C/O CORPORATE ACCOUNTING 7500 GRACE DRIVE COLUMBIA MD 21044-4098		24,248.28

02APR	01APR	01APR	USD	OUR: 0309200097WA	11,424.43	GOVERNMENT ALLOTMENT DEBIT COVERING DRAFTS TO A/C NO. 002-2-416598 FOR WORK OF 04/01/03 W R GRACE & CO C/O CORPORATE ACCOUNTING 7500 GRACE DRIVE COLUMBIA MD 21044-4098		164,411.19
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FT CODE:								
USD - SAME DAY FUNDS				US1 - ONE DAY FLOAT		US3 - THREE DAY FLOAT		
USDN - NEXT DAY FUNDS				US2 - TWO DAY FLOAT		US4 - FOUR DAY FLOAT		
						US5 - FIVE DAY FLOAT		
						USM - MIXED FLOAT		

LEDGER BALANCES								
01APR								48,655.02
02APR								38,230.59
03APR								24,248.28
04APR								164,411.19
07APR								157,894.64
08APR								143,352.78
09APR								135,795.07
10APR								126,946.40
11APR								120,296.69
14APR								112,648.43
15APR								105,732.66
16APR								92,611.98
17APR								84,165.97
18APR								74,703.65
21APR								66,052.96
22APR								52,578.09
23APR								47,224.80
24APR								109,658.95
25APR								100,091.57
28APR								93,593.88
29APR								82,424.10
30APR								71,087.31

PLEASE EXAMINE THIS STATEMENT OF ACCOUNT AT ONCE. THE MAINTENANCE OF THIS ACCOUNT IS SUBJECT TO THE PROVISIONS OF THE NEW YORK UNIFORM COMMERCIAL CODE AND THE BANK'S TERMS AND CONDITIONS FOR BUSINESS ACCOUNTS AND SERVICES. THE BANK DISCLAIMS RESPONSIBILITY FOR ANY ERROR IN OR IMPROPER CHARGE TO THE ACCOUNT AS RENDERED UNLESS INFORMED IN WRITING OF THIS ERROR OR CHARGE WITHIN SIXTY DAYS OF THE DELIVERY, MAILING OR AVAILABILITY OF THE STATEMENT AND CANCELED VOUCHERS. KINDLY REFER TO THE INSTRUCTIONS ON THE REVERSE SIDE OF THIS STATEMENT IN ORDER TO DIRECT YOUR INQUIRIES TO THE PROPER DEPARTMENT FOR PROMPT ACTION.

Statement of Account

W R GRACE & CO
C/O CORPORATE ACCOUNTING
7500 GRACE DRIVE
COLUMBIA MD 21044-4098

TS

Account No: 910-1-013572
Statement Start Date: 01 APR 2003
Statement End Date: 30 APR 2003
Statement Code: 000-USA-21
Statement No: 004

In US Dollars

Page 2 of 4

Ledger Date	Adj. Ledger Date	Value Date	References	Debit	Credit	Description	Closing Balances Date	Amount
DEBITS CONTINUED								
03APR 02APR		02APR	USD OUR: 0309300096WA		13,982.31	GOVERNMENT ALLOTMENT DEBIT COVERING DRAFTS TO A/C NO. 002-2-416598 FOR WORK OF 04/02/03 W R GRACE & CO C/O CORPORATE ACCOUNTING 7500 GRACE DRIVE COLUMBIA MD 21044-4098		COLLECTED BALANCES 01APR 49,655.02 02APR 38,230.59 03APR 24,248.28 04APR 164,411.19 07APR 157,894.64 08APR 143,352.78 09APR 135,795.07 10APR 126,946.40 11APR 120,296.69 14APR 112,648.43 15APR 105,732.66 16APR 92,611.98 17APR 84,165.97 18APR 74,703.65 21APR 66,052.96 22APR 52,578.09 23APR 47,224.80 24APR 109,558.95 25APR 100,091.57 28APR 93,593.88 29APR 82,424.10 30APR 71,087.31
04APR 03APR		03APR	USD OUR: 0309400098WA	9,837.09		GOVERNMENT ALLOTMENT DEBIT COVERING DRAFTS TO A/C NO. 002-2-416598 FOR WORK OF 04/03/03 W R GRACE & CO C/O CORPORATE ACCOUNTING 7500 GRACE DRIVE COLUMBIA MD 21044-4098		
07APR 04APR		04APR	USD OUR: 0309700096WA	6,516.55		GOVERNMENT ALLOTMENT DEBIT COVERING DRAFTS TO A/C NO. 002-2-416598 FOR WORK OF 04/04/03 W R GRACE & CO C/O CORPORATE ACCOUNTING 7500 GRACE DRIVE COLUMBIA MD 21044-4098		
08APR 07APR		07APR	USD OUR: 0309800097WA	14,541.86		GOVERNMENT ALLOTMENT DEBIT COVERING DRAFTS TO A/C NO. 002-2-416598 FOR WORK OF 04/07/03 W R GRACE & CO C/O CORPORATE ACCOUNTING 7500 GRACE DRIVE COLUMBIA MD 21044-4098		
09APR 08APR		08APR	USD OUR: 0309900097WA	7,557.71		GOVERNMENT ALLOTMENT DEBIT COVERING DRAFTS TO A/C NO. 002-2-416598 FOR WORK OF 04/08/03 W R GRACE & CO C/O CORPORATE ACCOUNTING 7500 GRACE DRIVE COLUMBIA MD 21044-4098		
10APR 09APR		09APR	USD OUR: 0310000091WA	8,848.67		GOVERNMENT ALLOTMENT DEBIT COVERING DRAFTS TO A/C NO. 002-2-416598 FOR WORK OF 04/09/03 W R GRACE & CO C/O CORPORATE ACCOUNTING 7500 GRACE DRIVE COLUMBIA MD 21044-4098		
11APR 10APR		10APR	USD OUR: 0310100093WA	6,649.71		GOVERNMENT ALLOTMENT DEBIT COVERING DRAFTS TO A/C NO. 002-2-416598 FOR WORK OF 04/10/03 W R GRACE & CO C/O CORPORATE ACCOUNTING 7500 GRACE DRIVE COLUMBIA MD 21044-4098		
14APR 11APR		11APR	USD OUR: 0310400093WA	7,648.26		GOVERNMENT ALLOTMENT DEBIT COVERING DRAFTS TO A/C NO.		

Statement of Account

in US Dollars

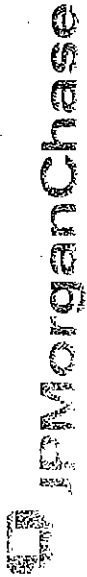
Account No: 910-1-013572
 Statement Start Date: 01 APR 2003
 Statement End Date: 30 APR 2003
 Statement Code: 000-USA-21
 Statement No: 004

Page 3 of 4

TS

W R GRACE & CO
 C/O CORPORATE ACCOUNTING
 7500 GRACE DRIVE
 COLUMBIA MD 21044-4098

Ledger Date	Adj Ledger Date	Value Date	F T	References	Credit/Debit	Description	Date	Closing Balance	Amount
DEBITS CONTINUED									
15APR 14APR		14APR	USD	OUR: 0310500094WA	6,915.77	002-2-416598 FOR WORK OF 04/11/03 W R GRACE & CO C/O CORPORATE ACCOUNTING 7500 GRACE DRIVE COLUMBIA MD 21044-4098 GOVERNMENT ALLOTMENT DEBIT COVERING DRAFTS TO A/C NO.			
16APR 15APR		15APR	USD	OUR: 0310600093WA	13,120.68	002-2-416598 FOR WORK OF 04/14/03 W R GRACE & CO C/O CORPORATE ACCOUNTING 7500 GRACE DRIVE COLUMBIA MD 21044-4098 GOVERNMENT ALLOTMENT DEBIT COVERING DRAFTS TO A/C NO.			
17APR 16APR		16APR	USD	OUR: 0310700095WA	8,446.01	002-2-416598 FOR WORK OF 04/15/03 W R GRACE & CO C/O CORPORATE ACCOUNTING 7500 GRACE DRIVE COLUMBIA MD 21044-4098 GOVERNMENT ALLOTMENT DEBIT COVERING DRAFTS TO A/C NO.			
18APR 17APR		17APR	USD	OUR: 0310800092WA	9,462.32	002-2-416598 FOR WORK OF 04/16/03 W R GRACE & CO C/O CORPORATE ACCOUNTING 7500 GRACE DRIVE COLUMBIA MD 21044-4098 GOVERNMENT ALLOTMENT DEBIT COVERING DRAFTS TO A/C NO.			
21APR 18APR		18APR	USD	OUR: 0311100090WA	8,650.69	002-2-416598 FOR WORK OF 04/17/03 W R GRACE & CO C/O CORPORATE ACCOUNTING 7500 GRACE DRIVE COLUMBIA MD 21044-4098 GOVERNMENT ALLOTMENT DEBIT COVERING DRAFTS TO A/C NO.			
22APR 21APR		21APR	USD	OUR: 0311200092WA	13,474.87	002-2-416598 FOR WORK OF 04/18/03 W R GRACE & CO C/O CORPORATE ACCOUNTING 7500 GRACE DRIVE COLUMBIA MD 21044-4098 GOVERNMENT ALLOTMENT DEBIT COVERING DRAFTS TO A/C NO.			
23APR 22APR		22APR	USD	OUR: 0311300090WA	5,353.29	002-2-416598 FOR WORK OF 04/21/03 W R GRACE & CO C/O CORPORATE ACCOUNTING 7500 GRACE DRIVE COLUMBIA MD 21044-4098 GOVERNMENT ALLOTMENT DEBIT COVERING DRAFTS TO A/C NO.			
						002-2-416598 FOR WORK OF 04/22/03 W R GRACE & CO C/O CORPORATE			



Statement of Account

TS

W R GRACE & CO
C/O CORPORATE ACCOUNTING
7500 GRACE DRIVE
COLUMBIA MD 21044-4098

Account No: 910-1-013572
Statement Start Date: 01 APR 2003
Statement End Date: 30 APR 2003
Statement Code: 000-USA-21
Statement No: 004
Page 4 of 4

Ledger Date	Adj Ledger Date	Value Date	References	Credit/Debit	Description	Closing Balance	Amount
DEBITS CONTINUED							
24APR 23APR		23APR	USD OUR: 0311400092WA	14,565.85	ACCOUNTING 7500 GRACE DRIVE COLUMBIA MD 21044-4098 GOVERNMENT ALLOTMENT DEBIT COVERING DRAFTS TO A/C NO. 002-2-416598 FOR WORK OF 04/23/03 W R GRACE & CO C/O CORPORATE ACCOUNTING 7500 GRACE DRIVE COLUMBIA MD 21044-4098		
25APR 24APR		24APR	USD OUR: 0311500096WA	9,567.38	GOVERNMENT ALLOTMENT DEBIT COVERING DRAFTS TO A/C NO. 002-2-416598 FOR WORK OF 04/24/03 W R GRACE & CO C/O CORPORATE ACCOUNTING 7500 GRACE DRIVE COLUMBIA MD 21044-4098		
28APR 25APR		25APR	USD OUR: 0311800094WA	6,497.69	GOVERNMENT ALLOTMENT DEBIT COVERING DRAFTS TO A/C NO. 002-2-416598 FOR WORK OF 04/25/03 W R GRACE & CO C/O CORPORATE ACCOUNTING 7500 GRACE DRIVE COLUMBIA MD 21044-4098		
29APR 28APR		28APR	USD OUR: 0311900099WA	11,169.78	GOVERNMENT ALLOTMENT DEBIT COVERING DRAFTS TO A/C NO. 002-2-416598 FOR WORK OF 04/28/03 W R GRACE & CO C/O CORPORATE ACCOUNTING 7500 GRACE DRIVE COLUMBIA MD 21044-4098		
30APR 29APR		29APR	USD OUR: 0312000095WA	11,336.79	GOVERNMENT ALLOTMENT DEBIT COVERING DRAFTS TO A/C NO. 002-2-416598 FOR WORK OF 04/29/03 W R GRACE & CO C/O CORPORATE ACCOUNTING 7500 GRACE DRIVE COLUMBIA MD 21044-4098		

CHECKS

No Activity



191 Peachtree ST
Atlanta GA 30303

60

TAXPAYER ID

13-5114230

W R GRACE & CO-CONN
7500 GRACE DRIVE
ATTN CORPORATE ACCTING
COLUMBIA MD 21044

Checking Statement

No Images

April 1, 2003 - April 15, 2003 (15 days)

Page 1 of 2

C 0

FOR INFORMATION OR ASSISTANCE CONTACT:

Your Wachovia Banker

Visit our web site at www.wachovia.com

Commercial Checking Account Summary

Account Number 8619-039102

Previous Balance	+ Deposits & Other Credits		- Checks & Other Debits		= Closing Balance
\$.00	Deposits \$.00	Other Credits \$.00	Checks \$.00	Other Debits \$.00	\$.00

Average Ledger Balance

\$.00

Daily Activity and Balance

There was no activity for this statement period.

Checks

There were no checks paid this statement period.

Customer Signature

002



191 Peachtree ST
Atlanta GA 30303

60

TAXPAYER ID

13-5114230

W R GRACE & CO-CONN
7500 GRACE DRIVE
ATTN CORPORATE ACCTING
COLUMBIA MD 21044

Checking Statement

April 16, 2003 - April 30, 2003 (15 days)

Page 1 of 2

No Images

C 0

FOR INFORMATION OR ASSISTANCE CONTACT:

Your Wachovia Banker

Visit our web site at www.wachovia.com

Commercial Checking Account Summary

Account Number 8619-039102

Previous Balance	+ Deposits & Other Credits		- Checks & Other Debits		= Closing Balance
\$.00	Deposits \$.00	Other Credits \$.00	Checks \$.00	Other Debits \$.00	\$.00
Average Ledger Balance		\$.00			

Daily Activity and Balance

There was no activity for this statement period.

(Please check one and fill in your new address below)

- For address changes on other selected accounts, please contact any Wachovia office.**

Street

City/State/Zip

Customer Signature

Customer Signature

Detach here and mail to Wachovia Bank, N.A., SC 9088, 1628 Browning Road, Columbia, SC 29226.

A. Enter the Ending Balance shown on your statement. \$ _____

B. Enter the Total Deposits from Step 3. \$ _____

C. Add lines A and B. \$ _____

D. Enter the Total Checks/Withdrawals from Step 4. \$ _____

E. Subtract line D from line C. This is your new balance and should agree with the last balance shown in your checkbook. \$ _____

90633

IBA Statements (4/99)

**Commercial Checking**

01 2199500021812 036 130 0 0 84,510



W R GRACE AND CO-CONN
 GENERAL ACCOUNT
 ATTN: BONITA HARSH CCM SR CASH MNGR
 7500 GRACE DR
 COLUMBIA MD 21044

CB

Commercial Checking

4/01/2003 thru 4/30/2003

Account number: 2199500021812
 Account holder(s): W R GRACE AND CO-CONN
 GENERAL ACCOUNT

Taxpayer ID Number: 135114230

Account Summary

Opening balance 4/01	\$10,457.34
Deposits and other credits	2,951,305.91 +
Other withdrawals and service fees	2,961,235.62 -
Closing balance 4/30	\$527.63

Deposits and Other Credits

Date	Amount	Description
4/07	10,290.02	DEPOSIT
4/07	124,214.29	DEPOSIT
4/11	0.00	DEPOSIT
4/11	55,639.10	DEPOSIT
4/11	659,238.38	DEPOSIT
4/18	2,075.00	DEPOSIT
4/18	701,482.26	DEPOSIT
4/28	4,473.91	DEPOSIT
4/28	1,393,892.95	DEPOSIT
Total	\$2,951,305.91	

Other Withdrawals and Service Fees

Date	Amount	Description
4/10	134,961.65	FUNDS TRANSFER (ADVICE 030410027843) SENT TO CHASE MANHATTAN B/ BNF=W R GRACE AND CO CONN OBI= RFB= 04/10/03 02:49PM
4/15	691,298.91	FUNDS TRANSFER (ADVICE 030415013687) SENT TO CHASE MANHATTAN B/ BNF=W R GRACE AND CO CONN OBI= RFB= 04/15/03 11:03AM

Other Withdrawals and Service Fees continued on next page.



WACHOVIA

Commercial Checking

02 2199500021812 036 130 0 0 84,511

Other Withdrawals and Service Fees *continued*

<i>Date</i>	<i>Amount</i>	<i>Description</i>
4/21	725,652.28	FUNDS TRANSFER (ADVICE 030421015765) SENT TO CHASE MANHATTAN B/ BNF=W R GRACE AND CO CONN OBI= RFB= 04/21/03 01:25PM
4/30	1,409,322.78	FUNDS TRANSFER (ADVICE 030430018023) SENT TO CHASE MANHATTAN B/ BNF=W R GRACE AND CO CONN OBI= RFB= 04/30/03 01:30PM
Total	\$2,961,235.62	

Daily Balance Summary

<i>Dates</i>	<i>Amount</i>	<i>Dates</i>	<i>Amount</i>	<i>Dates</i>	<i>Amount</i>
4/07	144,961.65	4/15	33,578.57	4/28	1,409,850.41
4/10	10,000.00	4/18	737,135.83	4/30	527.63
4/11	724,877.48	4/21	11,483.55		

FIRST UNION

PAID / RANGE RECONCILEMENT BALANCE SHEET

WR GRACE & CO.-CONN 025

ACCT NO.: 0001 2079900003615

ATTN: NELLIE FAUSTO

7500 GRACE DRIVE

COLUMBIA MD 21044-4098

RECONCILEMENT OF DEBITS

CUTOFF DATE: 04/30/2003

CHECKS PAID ON RECONCILIATION REPORTS		79,499.42
MISCELLANEOUS DEBITS	+	2,106,103.31
CREDIT ADJUSTMENTS	+	.00
MISCELLANEOUS ADJUSTMENTS	+/-	.00
DEBIT ADJUSTMENTS	-	.00
TOTAL DEBITS THIS RECONCILEMENT PERIOD	=	2,185,602.73
		=====
TOTAL DEBITS FROM BANK STATEMENT		2,185,602.73

IF YOU HAVE ANY QUESTIONS, PLEASE

CONTACT COMMERCIAL CUSTOMER SERVICE AT 1-800-222-3862

TEAM NO.: 025

===== VESTED in Quality =====>



Commercial Checking

01 2079900003615 005 108 17 160 17,412



W R GRACE & CO-CONN
ATTN: NELLIE FAUSTO
7500 GRACE DRIVE
COLUMBIA MD 21044

CB 025

Commercial Checking

4/01/2003 thru 4/30/2003

Account number: 2079900003615
Account holder(s): W R GRACE & CO-CONN

Taxpayer ID Number: 133461988

Account Summary

Opening balance 4/01	\$0.00
Deposits and other credits	2,185,602.73 +
Other withdrawals and service fees	2,185,602.73 -
Closing balance 4/30	\$0.00

Deposits and Other Credits

Date	Amount	Description
4/01	6,395.27	ZBA TRANSFER CREDIT TRANSFER FROM 2000000282172 W.R. GRACE & CO
4/02	2,952.87	ZBA TRANSFER CREDIT TRANSFER FROM 2000000282172 W.R. GRACE & CO
4/03	7,196.95	ZBA TRANSFER CREDIT TRANSFER FROM 2000000282172 W.R. GRACE & CO
4/04	3,144.38	ZBA TRANSFER CREDIT TRANSFER FROM 2000000282172 W.R. GRACE & CO
4/07	4,130.13	ZBA TRANSFER CREDIT TRANSFER FROM 2000000282172 W.R. GRACE & CO
4/09	4,823.84	ZBA TRANSFER CREDIT TRANSFER FROM 2000000282172 W.R. GRACE & CO
4/10	7,457.57	ZBA TRANSFER CREDIT TRANSFER FROM 2000000282172 W.R. GRACE & CO
4/10	411,760.21	ZBA TRANSFER CREDIT TRANSFER FROM 2000000282172 W.R. GRACE & CO
4/11	2,592.96	AUTOMATED CREDIT W.R. GRACE REVERSAL CO. ID. 030411 CCD MISC SETTL NCV CERIDN
4/11	706,003.45	ZBA TRANSFER CREDIT TRANSFER FROM 2000000282172 W.R. GRACE & CO
4/14	3,019.71	AUTOMATED CREDIT RETURN SETTLE RETURN CO. ID. 030414 CCD MISC SETTL CHRETIRE
4/15	8,194.21	ZBA TRANSFER CREDIT TRANSFER FROM 2000000282172 W.R. GRACE & CO
4/16	13,407.97	ZBA TRANSFER CREDIT TRANSFER FROM 2000000282172 W.R. GRACE & CO

Deposits and Other Credits continued on next page.



Commercial Checking

02

2079900003615 005 108

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17,413

Deposits and Other Credits *continued*

Date	Amount	Description
4/17	4,946.15	ZBA TRANSFER CREDIT TRANSFER FROM 2000000282172 W.R. GRACE & CO
4/17	9,229.59	AUTOMATED CREDIT W.R. GRACE REVERSAL CO. ID. 030417 CCD MISC SETTL NCV CERIDN
4/18	2,015.88	ZBA TRANSFER CREDIT TRANSFER FROM 2000000282172 W.R. GRACE & CO
4/21	5,161.35	ZBA TRANSFER CREDIT TRANSFER FROM 2000000282172 W.R. GRACE & CO
4/22	633.22	ZBA TRANSFER CREDIT TRANSFER FROM 2000000282172 W.R. GRACE & CO
4/23	4,943.36	ZBA TRANSFER CREDIT TRANSFER FROM 2000000282172 W.R. GRACE & CO
4/24	6,647.24	ZBA TRANSFER CREDIT TRANSFER FROM 2000000282172 W.R. GRACE & CO
4/24	359,634.61	ZBA TRANSFER CREDIT TRANSFER FROM 2000000282172 W.R. GRACE & CO
4/25	590,027.96	ZBA TRANSFER CREDIT TRANSFER FROM 2000000282172 W.R. GRACE & CO
4/28	4,649.64	ZBA TRANSFER CREDIT TRANSFER FROM 2000000282172 W.R. GRACE & CO
4/29	10,720.05	ZBA TRANSFER CREDIT TRANSFER FROM 2000000282172 W.R. GRACE & CO
4/30	5,914.16	ZBA TRANSFER CREDIT TRANSFER FROM 2000000282172 W.R. GRACE & CO
Total	\$2,185,602.73	

Other Withdrawals and Service Fees

Date	Amount	Description
4/01	6,395.27	LIST OF DEBITS POSTED
4/02	2,952.87	AUTOMATED DEBIT BNF CTS PMT IMPND CO. ID. 1411902914 030402 CCD MISC C4025-021669924
4/03	7,196.95	AUTOMATED DEBIT PAYROLL CO. ID. 030403 CCD MISC SETTL NCV CERIDN
4/04	3,144.38	LIST OF DEBITS POSTED
4/07	4,130.13	LIST OF DEBITS POSTED
4/09	1,741.50	LIST OF DEBITS POSTED
4/09	3,082.34	AUTOMATED DEBIT BNF CTS PMT IMPND CO. ID. 1411902914 030409 CCD MISC C4025-021692810
4/10	3,040.84	AUTOMATED DEBIT BNF CTS PMT IMPND CO. ID. 1411902914 030410 CCD MISC C2916-001698553

Other Withdrawals and Service Fees continued on next page.



Commercial Checking

03 2079900003615 005 108 17 160 17,414

Other Withdrawals and Service Fees *continued*

Date	Amount	Description
4/10	6,546.10	LIST OF DEBITS POSTED
4/10	7,457.57	AUTOMATED DEBIT PAYROLL CO. ID. 030410 CCD MISC SETTL NCV CERIDN
4/10	13,205.14	AUTOMATED DEBIT BNF CTS PMT IMPND CO. ID. 1411902914 030410 CCD MISC C4213-001698759
4/10	21,077.07	AUTOMATED DEBIT BNF CTS PMT IMPND CO. ID. 1411902914 030410 CCD MISC C2918-001698554
4/10	367,891.06	AUTOMATED DEBIT BNF CTS PMT IMPND CO. ID. 1411902914 030410 CCD MISC C4025-011698742
4/11	4,996.94	AUTOMATED DEBIT PAYROLL CO. ID. 030411 CCD MISC SETTL NCV CERIDN
4/11	25,556.15	AUTOMATED DEBIT REMEDIUM GROUP, PAYROLL CO. ID. 030411 CCD MISC SETTL NCV CERIDN
4/11	115,726.05	AUTOMATED DEBIT PAYROLL CO. ID. 030411 CCD MISC SETTL NCV CERIDN
4/11	562,317.27	AUTOMATED DEBIT PAYROLL CO. ID. 030411 CCD MISC SETTL NCV CERIDN
4/14	554.98	ZBA TRANSFER DEBIT TRANSFER TO 2000000282172 W.R. GRACE & CO
4/14	2,464.73	LIST OF DEBITS POSTED
4/15	8,194.21	LIST OF DEBITS POSTED
4/16	2,663.27	AUTOMATED DEBIT BNF CTS PMT IMPND CO. ID. 1411902914 030416 CCD MISC C4025-021730950
4/16	10,744.70	LIST OF DEBITS POSTED
4/17	1,067.83	LIST OF DEBITS POSTED
4/17	1,384.29	ZBA TRANSFER DEBIT TRANSFER TO 2000000282172 W.R. GRACE & CO
4/17	4,946.15	LIST OF DEBITS POSTED
4/17	6,777.47	AUTOMATED DEBIT PAYROLL CO. ID. 030417 CCD MISC SETTL NCV CERIDN
4/18	2,015.88	LIST OF DEBITS POSTED
4/21	1,224.00	AUTOMATED DEBIT BNF CTS PMT IMPND CO. ID. 1411902914 030421 CCD MISC C2918-001749118
4/21	3,937.35	AUTOMATED DEBIT BNF CTS PMT IMPND CO. ID. 1411902914 030421 CCD MISC C4025-011749132

Other Withdrawals and Service Fees continued on next page.



Commercial Checking

04 2079900003615 005 108 17 160 17,415

Other Withdrawals and Service Fees *continued*

Date	Amount	Description
4/22	633.22	LIST OF DEBITS POSTED
4/23	2,095.27	LIST OF DEBITS POSTED
4/23	2,848.09	AUTOMATED DEBIT BNF CTS PMT IMPND CO. ID. 1411902914 030423 CCD MISC C4025-021756133
4/24	3,040.85	AUTOMATED DEBIT BNF CTS PMT IMPND CO. ID. 1411902914 030424 CCD MISC C2916-001761836
4/24	5,202.14	LIST OF DEBITS POSTED
4/24	6,647.24	AUTOMATED DEBIT PAYROLL CO. ID. 030424 CCD MISC SETTL NCV CERIDN
4/24	13,205.16	AUTOMATED DEBIT BNF CTS PMT IMPND CO. ID. 1411902914 030424 CCD MISC C4213-001762043
4/24	338,186.46	AUTOMATED DEBIT BNF CTS PMT IMPND CO. ID. 1411902914 030424 CCD MISC C4025-011762028
4/25	4,990.93	AUTOMATED DEBIT PAYROLL CO. ID. 030425 CCD MISC SETTL NCV CERIDN
4/25	25,556.13	AUTOMATED DEBIT REMEDIUM GROUP, PAYROLL CO. ID. 030425 CCD MISC SETTL NCV CERIDN
4/25	559,480.90	AUTOMATED DEBIT PAYROLL CO. ID. 030425 CCD MISC SETTL NCV CERIDN
4/28	4,649.64	LIST OF DEBITS POSTED
4/29	10,720.05	LIST OF DEBITS POSTED
4/30	1,105.94	AUTOMATED DEBIT BNF CTS PMT IMPND CO. ID. 1411902914 030430 CCD MISC C4025-021786193
4/30	4,808.22	LIST OF DEBITS POSTED
Total	\$2,185,602.73	

Daily Balance Summary

Dates	Amount	Dates	Amount	Dates	Amount
4/01	0.00	4/11	0.00	4/22	0.00
4/02	0.00	4/14	0.00	4/23	0.00
4/03	0.00	4/15	0.00	4/24	0.00
4/04	0.00	4/16	0.00	4/25	0.00
4/07	0.00	4/17	0.00	4/28	0.00
4/09	0.00	4/18	0.00	4/29	0.00
4/10	0.00	4/21	0.00	4/30	0.00

Commercial Checking

05

2079900003615 005 108

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Customer Service Information

For questions about your statement or billing errors, contact us at:

Phone number**Address**

Business Checking, CheckCard & Loan Accounts
Commercial Checking & Loan Accounts
TDD (For the Hearing Impaired)

1-800-566-3862
1-800-222-3862
1-800-835-7721

FIRST UNION NATIONAL BANK
NC8502
P O BOX 563966
CHARLOTTE NC 28262-3966

To Balance Your Account

1. Compare your account register to your account statement for unrecorded transactions (such as ATM, CheckCard, Interest earned, fees, etc.) Your new account register total should match the adjusted balance in line 6 below.

2. Write in the closing balance shown on the front of account statement.

3. Write in any deposits you have made since the date of this statement.

4. Add together amounts listed above in steps 2 and 3.

5. In the section to the right, list and total all checks and withdrawals that you have made that are not reported on your account statement. Write in the total here.

6. Subtract the amount in line 5 from the amount in line 4. This is your adjusted balance and should match the balance in Step 1 above.

List Outstanding Checks and Withdrawals

[illegible]

In Case of Errors or Questions About Your Electronic Transfers: Telephone us at 1-800-222-3862 or write to us at FIRST UNION NATIONAL BANK, NC8502, P O BOX 563966, as soon as you can, if you think your statement or receipt is wrong or if you need more information about a transfer on the statement or receipt. We must hear from you no later than 60 days after we sent you the FIRST statement on which the error or problem appeared.

1. Tell us your name and account number (if any).
2. Describe the error or the transfer you are unsure about, and explain as clearly as you can why you believe there is an error or why you need more information.
3. Tell us the dollar amount of the suspected error.

3. Tell us the dollar amount of the suspected error. We will investigate your complaint and will correct any error promptly. If we take more than 10 business days to do this, we will credit your account for the amount you think is in error. You will have use of the money during the time it takes us to complete our investigation.

SMS565- 32

BANK NO. 0000001

ACCOUNT NO. 2079900003615

DATE

TEAM NO. 025

PAID CHECKS

ITEMS

AMOUNT

AMOUNT

AMOUNT

WR GRACE & CO.-CONN

ISSUES

ITEMS

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RECAP OF POSTED ITEMS REPORT

STOPS

ITEMS

PLACED

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04-04-03

04-07-03

04-09-03

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04-15-03

04-16-03

04-17-03

04-18-03

04-22-03

04-23-03

04-24-03

04-28-03

04-29-03

04-30-03

TOTALS

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2,464.73

8,194.21

10,744.70

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PAGE 1

DATE 04/30/03

AS OF 04-30-03

ACCOUNT RECONCILIATION PLAN

TYPE OF REPORT		CUST ACCOUNT NO		CUST ACCOUNT NAME		DATE		PAGE	
MISC-DEBITS		1 2079900003615		WR GRACE & CO.-CONN ATTN: NELLIE FAUSTO		025 04-30-03		1	
CHECK NUMBER	PAID	DATE PAID	SEQUENCE NUMBER	CHECK NUMBER	PAID	DATE PAID	SEQUENCE NUMBER	CHECK NUMBER	PAID
1411902914	2,952.87	040303	25738965						
	7,196.95	040303	30900698						
1411902914	3,082.34	040303	95517661						
	7,457.57	041003	30980473						
1411902914	13,205.14	041003	06938765						
1411902914	3,040.84	041003	06938763						
1411902914	367,891.06	041003	07335123						
	21,077.07	041003	06938764						
	562,317.27	041103	30980653						
	25,556.15	041103	30980653						
	115,726.05	041103	30980653						
	4,996.94	041103	30980653						
	554.98	041403							
1411902914	2,653.27	041603	64507096						
	1,384.29	041703							
	6,777.47	041703	31040754						
1411902914	3,937.35	042103	11381801						
1411902914	1,224.00	042103	11381800						
1411902914	2,848.09	042303	33811665						
	6,547.24	042403	31110727						
1411902914	3,040.85	042403	44952680						
1411902914	388,186.46	042403	45342517						
1411902914	13,205.16	042403	44952681						
	559,480.90	042503	31120781						
	4,990.93	042503	31120781						
	25,556.15	042503	31120781						
1411902914	1,105.94	043003	04950564						
CREDITS		DEBITS							
		2105,193.91		2767					

[illegible]



Merrill Lynch Investment Managers

Merrill Lynch Funds For Institutions

P.O. Box 8118, Boston, MA 02266-8118 (800) 225-1576

9 4 8

W R GRACE & CO - CONN
ATTN TREASURY DEPT
7500 GRACE DR
COLUMBIA MD 21044-4029



Merrill Lynch Premier Institutional Fund

Cumulative Statement for 04/01/2003 - 04/30/2003

Account Number
318-3343175-6

Financial Advisor
H P S Group
(--73807647)

Account Value As Of 04/30/2003
\$0.00

Dividends	
04/01/2003 - 04/30/2003	Year To Date
\$1.47	\$18.43

> ON MONDAY, MAY 26, MERRILL LYNCH
FUNDS FOR INSTITUTIONS WILL BE CLOSED IN
OBSERVANCE OF MEMORIAL DAY.

> THE AVERAGE NET ANNUALIZED YIELD FOR THE
MONTH OF APRIL WAS 1.25%. TRADING
DEADLINES ON MAY 23 WILL BE 3:00 P.M. ET.

Account Activity

Confirm Date	Trade Date	Transaction Description	Dollar Amount of Transaction	Share Price	Balance After Transaction
		Beginning Balance			\$5,305.10
04/09/2003	04/09/2003	Income Dividend Cash	\$1.47	\$1.00	\$5,305.10
04/09/2003	04/09/2003	Same Day Wire Redemption	\$5,305.10	\$1.00	\$0.00
		Ending Balance			\$0.00

Account Number 318-3343175-6 (page 1 of 1)





P.O. Box 8118, Boston, MA 02266-8118 (800) 225-1576

1 6 5 9

W R GRACE & CO - CONN
ATTN TREASURY DEPT
7500 GRACE DR
COLUMBIA MD 21044-4029



Merrill Lynch Premier Institutional Fund

Cumulative Statement for 04/01/2003 - 04/30/2003

Account Number
318-3323735-8

Financial Advisor
H P S Group
(--73807646)

Account Value As Of 04/30/2003
\$30,934,157.17

Dividends	
04/01/2003 - 04/30/2003	Year To Date
\$16,960.24	\$120,244.91

> ON MONDAY, MAY 26, MERRILL LYNCH
FUNDS FOR INSTITUTIONS WILL BE CLOSED IN
OBSERVANCE OF MEMORIAL DAY.

> THE AVERAGE NET ANNUALIZED YIELD FOR THE
MONTH OF APRIL WAS 1.25%. TRADING
DEADLINES ON MAY 23 WILL BE 3:00 P.M. ET.

Account Activity

Confirm Date	Trade Date	Transaction Description	Dollar Amount of Transaction	Share Price	Balance After Transaction
		Beginning Balance			\$4,617,196.93
04/02/2003	04/02/2003	Shares Purchased By Wire	\$20,600,000.00	\$1.00	\$25,217,196.93
04/03/2003	04/03/2003	Same Day Wire Redemption	\$8,300,000.00	\$1.00	\$16,917,196.93
04/04/2003	04/04/2003	Shares Purchased By Wire	\$2,200,000.00	\$1.00	\$19,117,196.93
04/07/2003	04/07/2003	Shares Purchased By Wire	\$6,000,000.00	\$1.00	\$25,117,196.93
04/09/2003	04/09/2003	Same Day Wire Redemption	\$3,900,000.00	\$1.00	\$21,217,196.93
04/10/2003	04/10/2003	Same Day Wire Redemption	\$7,900,000.00	\$1.00	\$13,317,196.93
04/11/2003	04/11/2003	Shares Purchased By Wire	\$1,500,000.00	\$1.00	\$14,817,196.93
04/14/2003	04/14/2003	Same Day Wire Redemption	\$800,000.00	\$1.00	\$14,017,196.93
04/15/2003	04/15/2003	Shares Purchased By Wire	\$2,300,000.00	\$1.00	\$16,317,196.93
04/16/2003	04/16/2003	Same Day Wire Redemption	\$5,000,000.00	\$1.00	\$11,317,196.93
04/17/2003	04/17/2003	Same Day Wire Redemption	\$4,300,000.00	\$1.00	\$7,017,196.93
04/22/2003	04/22/2003	Shares Purchased By Wire	\$6,400,000.00	\$1.00	\$13,417,196.93
04/24/2003	04/24/2003	Same Day Wire Redemption	\$9,400,000.00	\$1.00	\$4,017,196.93
04/25/2003	04/25/2003	Shares Purchased By Wire	\$11,800,000.00	\$1.00	\$15,817,196.93
04/28/2003	04/28/2003	Shares Purchased By Wire	\$33,000,000.00	\$1.00	\$48,817,196.93
04/29/2003	04/29/2003	Shares Purchased By Wire	\$300,000.00	\$1.00	\$49,117,196.93
04/29/2003	04/29/2003	Same Day Wire Redemption	\$22,000,000.00	\$1.00	\$27,117,196.93
04/30/2003	04/30/2003	Shares Purchased By Wire	\$3,800,000.00	\$1.00	\$30,917,196.93

Account Number 318-3323735-8 (page 1 of 2)





Merrill Lynch Investment Managers

Merrill Lynch Funds For Institutions

Phone Numbers

Trading & service: (800) 225-1576
 Facsimile: (614) 342-1684
 FFI InfoLine: (800) 343-6232

Online Access

For online account information and trading visit our website at <https://account.ml.com> or e-mail us at fficustserv@ml.com

Addresses

Change of address, check reorder, subsequent purchase, etc.:
 P.O. Box 8118
 Boston, MA 02266-8118

Express, certified or registered mail:
 One Financial Center
 23rd Floor
 Boston, MA 02111

Trading Instructions

Purchase and redemption orders may be placed by calling the number above subject to the following deadlines on days which the Merrill Lynch Funds For Institutions is open for business. See the Funds' prospectus for information on holiday closings.

Merrill Lynch Premier Institutional Fund
 Merrill Lynch Institutional Fund
 Merrill Lynch Government Fund

5:00 PM ET
 5:00 PM ET
 5:00 PM ET

Merrill Lynch Treasury Fund
 Merrill Lynch Institutional Tax-Exempt Fund

2:00 PM ET
 12:00 PM ET

FFI InfoLine

Merrill Lynch's FFI InfoLine provides access to important Fund and account information 24 hours a day, seven days a week.

To use FFI InfoLine, dial (800) 343-6232, then:

Press**Then Press****At Any Time, You May Press****1**

For Merrill Lynch Funds For Institutions account information

- 1** For account balance
- 2** For most recent transactions
- 3** For last dividend transaction
- 4** For statement or checkbook orders
- 5** For year end information

2

For yield information

- 1** For one day dividend and yield
- 2** For seven and thirty day yields

3

For Fund investment objectives

Enter "Fund Number" to hear the Fund's investment objectives (see below for a list of Fund Numbers).

4

For mailing and wiring instructions

- 1** For mailing instructions on how to invest by check
- 2** For Fund mailing address
- 3** For Federal Fund wiring instructions
- 4** For trading deadlines

5

To request a prospectus or other Fund literature

You will be transferred to a Fund Representative

00

To be connected with a Merrill Lynch Funds For Institutions representative during normal business hours (8:30 AM to 5:30 PM ET)

01

To return to the main menu

02

To return to the previous menu

03

To work with a different Tax ID Number

04

To work with another account within the same Fund

05

To change your Personal Identification Number (PIN)

Merrill Lynch Funds For Institutions Fund Numbers

Merrill Lynch Premier Institutional Fund 318
 Merrill Lynch Institutional Fund 258
 Merrill Lynch Government Fund 278
 Merrill Lynch Treasury Fund 263
 Merrill Lynch Institutional Tax-Exempt Fund 267

All information available via FFI InfoLine is confidential and can be accessed only by using a unique Personal Identification Number (PIN). You may change your PIN at anytime simply by pressing "5". (Your PIN will be established the first time you use FFI InfoLine.)

To Invest By Check

Mail your check payable to Merrill Lynch Funds For Institutions to the address listed above along with a copy of your statement. Please be certain to write your account number on the front of your check.

To Make An Address Change

Make any address changes or spelling corrections directly on the front of this statement and mail to the address listed above. To change the ownership or registration of your account, call (800) 225-1576.



Merrill Lynch Investment Managers

Merrill Lynch Funds For Institutions

Merrill Lynch Premier Institutional Fund

Cumulative Statement for 04/01/2003 - 04/30/2003

Account Number

318-3323735-8

Account Activity

Confirm Date	Trade Date	Transaction Description	Dollar Amount of Transaction	Share Price	Balance After Transaction
04/30/2003	04/30/2003	Div Reinvest	\$16,960.24	\$1.00	\$30,934,157.17
		Ending Balance			\$30,934,157.17

Account Number 318-3323735-8 (page 2 of 2)

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Merrill Lynch Investment Managers

Merrill Lynch Funds For Institutions

Phone Numbers

Trading & Service: (800) 225-1576
 Facsimile: (614) 342-1684
 FFI InfoLine: (800) 343-6232

Online Access

For online account information
 and trading visit our website at:
<https://account.mhml.ml.com> or
 e-mail us at <ffcustserv@ml.com>

Addresses

Change of address, check reorder,
 subsequent purchase, etc.:
 P.O. Box 8118
 Boston, MA 02266-8118

Express, certified or registered mail:
 One Financial Center
 23rd Floor
 Boston, MA 02111

Trading Instructions

Purchase and redemption orders may be placed by calling the number above subject to the following deadlines on days which the Merrill Lynch Funds For Institutions is open for business. See the Funds' prospectus for information on holiday closings.

Merrill Lynch Premier Institutional Fund	5:00 PM ET	Merrill Lynch Treasury Fund	2:00 PM ET
Merrill Lynch Institutional Fund	5:00 PM ET	Merrill Lynch Institutional Tax-Exempt Fund	12:00 PM ET
Merrill Lynch Government Fund	5:00 PM ET		

FFI InfoLine

Merrill Lynch's FFI InfoLine provides access to important Fund and account information 24 hours a day, seven days a week.
 To use FFI InfoLine, dial (800) 343-6232, then:

Press

Then Press

At Any Time, You May Press

1

For Merrill Lynch Funds For
 Institutions account information

- 1 For account balance
- 2 For most recent transactions
- 3 For last dividend transaction
- 4 For statement or checkbook orders
- 5 For year end information

2

For yield information

- 1 For one day dividend and yield
- 2 For seven and thirty day yields

3

For Fund investment objectives

Enter "Fund Number" to hear the
 Fund's investment objectives
 (see below for a list of Fund Numbers).

4

For mailing and wiring
 instructions

- 1 For mailing instructions on how to
 invest by check
- 2 For Fund mailing address
- 3 For Federal Fund wiring instructions
- 4 For trading deadlines

5

To request a prospectus or
 other Fund literature

You will be transferred to a Fund Representative

*0

To be connected with a Merrill Lynch
 Funds For Institutions representative
 during normal business hours
 (8:30 AM to 5:30 PM ET)

*1

To return to the main menu

*2

To return to the previous menu

*3

To work with a different Tax I.D. Number

*4

To work with another account within
 the same Fund

*5

To change your Personal Identification
 Number (PIN)

Merrill Lynch Funds For Institutions
 Fund Numbers

Merrill Lynch Premier Institutional Fund 318

Merrill Lynch Institutional Fund 258

Merrill Lynch Government Fund 278

Merrill Lynch Treasury Fund 263

Merrill Lynch Institutional Tax-Exempt Fund 267

All information available via FFI InfoLine is confidential and can be accessed only by using a unique Personal Identification Number (PIN).
 You may change your PIN at anytime simply by pressing *5*. (Your PIN will be established the first time you use FFI InfoLine.)

To Invest By Check

Mail your check payable to Merrill Lynch Funds For Institutions
 to the address listed above along with a copy of your statement.
 Please be certain to write your account number on the front
 of your check.

To Make An Address Change

Make any address changes or spelling corrections directly on the front of
 this statement and mail to the address listed above. To change the ownership
 or registration of your account, call (800) 225-1576.

W.R. GRACE AND COMPANY
ATTN: CORPORATE FINANCE
7500 GRACE DRIVE
COLUMBIA MD 21044

TS D

Account No: 323-223141
Statement Start Date: 01 APR 2003
Statement End Date: 30 APR 2003
Statement Code: 000-USA-22
Statement No: 004

Page 1 of 1

TRANSACTIONS		BALANCES		ENCLOSURES	
Total Credits	0	0.00	Opening (01 APR 2003)	Closing (30 APR 2003)	Credits
Total Debits (incl. checks)	1	731,812.68	Ledger	Ledger	Debits
Total Checks Paid	0	0.00			Checks

Ledger Date	Adj Ledger Date	Value Date	Reference	Credit / Debit	Description	Closing Balances Date	Amount
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LEDGER BALANCES
01APR 0.00

No Activity

DEBITS
01APR

USD YOUR: ND0051466404010301
OUR: 03091006891N

731,812.68 NASSAU DEPOSIT TAKEN
A/C: WR GRACE & COMPANY
JERSEY CITY, NJ 07310
REF: TO ESTABLISH YOUR DEPOSIT FR 0
30401 TO 030501 RATE 1.2000

CHECKS

No Activity

FT CODE: USD - SAME DAY FUNDS US1 - ONE DAY FLOAT US3 - THREE DAY FLOAT US5 - FIVE DAY FLOAT
USN - NEXT DAY FUNDS US2 - TWO DAY FLOAT US4 - FOUR DAY FLOAT USM - MIXED FLOAT

PLEASE EXAMINE THIS STATEMENT OF ACCOUNT AT ONCE. THE MAINTENANCE OF THIS ACCOUNT IS SUBJECT TO THE PROVISIONS OF THE NEW YORK UNIFORM COMMERCIAL CODE AND THE BANK'S TERMS AND CONDITIONS FOR BUSINESS ACCOUNTS AND SERVICES. THE BANK DISCLAIMS RESPONSIBILITY FOR ANY ERROR IN OR IMPROPER CHARGE TO THE ACCOUNT AS RENDERED UNLESS INFORMED IN WRITING OF THIS ERROR OR CHARGE WITHIN SIXTY DAYS OF THE DELIVERY, MAILING OR AVAILABILITY OF THE STATEMENT AND CANCELED VOUCHERS. KINDLY REFER TO THE INSTRUCTIONS ON THE REVERSE SIDE OF THIS STATEMENT IN ORDER TO DIRECT YOUR INQUIRIES TO THE PROPER DEPARTMENT FOR PROMPT ACTION.

W.R. GRACE AND COMPANY
SYRACUSE FUNDING ACCOUNT
ATTN: DARLEN PARLIN
662 WHITTEMORE AVENUE
CAMBRIDGE MA 02140

Account No:
Statement Start Date:
Statement End Date:
Statement Code:
Statement No:

016-001257
01 APR 2003
15 APR 2003
S00-USA-22
007

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<u>TRANSACTIONS</u>		<u>BALANCES</u>		<u>ENCLOSURES</u>	
Total Credits	64	77,595,464.75	Opening (01 APR 2003)	Closing (15 APR 2003)	Credits
Total Debits (Incl. checks)	56	81,675,940.28	Ledger	Ledger	Debits
Total Checks Paid	0	0.00		6,249,817.32	Checks
				2,169,341.79	

Ledger		Ad Ledger		Value	References	Credit / Debit	Description	Date	Closing Balances
Ad	Ad	Ad	Ad	Ad					Amount

DATE	CREDITS	USD OUR	LEDGER BALANCES
01APR	2.40 ELECTRONIC FUNDS TRANSFER	0916500237TC	01APR 6,980,475.19
	ORIG CO NAME:EBS C-3N 030321		02APR 9,962,170.55
	ORIG ID:9020571072 DESC DATE:030401		03APR 9,903,338.03
	CO ENTRY DESCR: PENSIONS SEC:PPD		04APR 10,005,644.93
	TRACE#:021000026500237 EED:030401		07APR 5,010,520.91
	IND ID:GWQ000000093401		08APR 4,863,401.69
	IND NAME:GRACE CORP BENEFITS DE		09APR 4,984,330.57
	5.20 ELECTRONIC FUNDS TRANSFER	0916500242TC	10APR 3,039,523.75
	ORIG CO NAME:EBS C-3N 030321		11APR 3,040,593.71
	ORIG ID:9020571072 DESC DATE:030401		14APR 2,981,837.42
	CO ENTRY DESCR: PENSIONS SEC:PPD		15APR 2,169,341.79
	TRACE#:021000026500242 EED:030401		
	IND ID:GWS000000093401		
	IND NAME:GRACE CORP BENEFITS DE		
	11.12 ELECTRONIC FUNDS TRANSFER	0916500238TC	
	ORIG CO NAME:EBS C-3N 030321		
	ORIG ID:9020571072 DESC DATE:030401		
	CO ENTRY DESCR: PENSIONS SEC:PPD		
	TRACE#:021000026500238 EED:030401		
	IND ID:GWQ000000092401		
	IND NAME:GRACE CORP BENEFITS DE		
	27.06 ELECTRONIC FUNDS TRANSFER	0916500243TC	
	ORIG CO NAME:EBS C-3N 030321		
	ORIG ID:9020571072 DESC DATE:030401		
	CO ENTRY DESCR: PENSIONS SEC:PPD		
	TRACE#:021000026500243 EED:030401		
	IND ID:GWS000000092401		
	IND NAME:GRACE CORP BENEFITS DE		

US1 - ONE DAY FLOAT	US3 - THREE DAY FLOAT	US5 - FIVE DAY FLOAT
US2 - TWO DAY FLOAT	US4 - FOUR DAY FLOAT	USM - MIXED FLOAT
USN - NEXT DAY FUNDS		

USIN - NEXT DAY FUNDS

PLEASE EXAMINE THIS STATEMENT OF ACCOUNT AT ONCE. THE MAINTENANCE OF THIS ACCOUNT IS SUBJECT TO THE PROVISIONS OF THE NEW YORK UNIFORM COM-
MERCIAL CODE AND THE BANK'S TERMS AND CONDITIONS FOR BUSINESS ACCOUNTS AND SERVICES. THE BANK DISCLAIMS RESPONSIBILITY FOR ANY ERROR IN
OR IMPROPER CHARGE TO THE ACCOUNT AS RENDERED UNLESS INFORMED IN WRITING OF THIS ERROR OR CHARGE WITHIN SIXTY DAYS OF THE DELIVERY, MAILING
OR AVAILABILITY OF THE STATEMENT AND CANCELED VOUCHERS. KINDLY REFER TO THE INSTRUCTIONS ON THE REVERSE SIDE OF THIS STATEMENT IN ORDER TO
DIRECT YOUR INQUIRIES TO THE PROPER DEPARTMENT FOR PROMPT ACTION.

TS

W.R. GRACE AND COMPANY
SYRACUSE FUNDING ACCOUNT
ATTN: DARLEN PARLIN
62 WHITTEMORE AVENUE
CAMBRIDGE MA 02140

Account No: 016-001257
Statement Start Date: 01 APR 2003
Statement End Date: 15 APR 2003
Statement Code: S00-USA-22
Statement No: 007
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Ledger Date	Adj Ledger Date	Value Date	F T	References	Credit / Debit	Description	Date	Closing Balances Amount
CREDITS CONTINUED								
01APR				USD OUR: 0916500240TC	27.08	ELECTRONIC FUNDS TRANSFER ORIG CO NAME:EBS C-3N 030321 ORIG ID:9020571072 DESC DATE:030401 CO ENTRY DESCR: PENSIONS SEC:PPD TRACE#:021000026500240 EED:030401 IND ID:GWR000000092401 IND NAME:GRACE CORP BENEFITS DE		
01APR				USD OUR: 0916500245TC	28.13	ELECTRONIC FUNDS TRANSFER ORIG CO NAME:EBS C-3N 030321 ORIG ID:9020571072 DESC DATE:030401 CO ENTRY DESCR: PENSIONS SEC:PPD TRACE#:021000026500245 EED:030401 IND ID:GWT000000093401 IND NAME:GRACE CORP BENEFITS DE		
01APR				USD OUR: 0916500250TC	104.45	ELECTRONIC FUNDS TRANSFER ORIG CO NAME:EBS C-3N 030321 ORIG ID:9020571072 DESC DATE:030401 CO ENTRY DESCR: PENSIONS SEC:PPD TRACE#:021000026500250 EED:030401 IND ID:GYD000000094401 IND NAME:GRACE CORP BENEFITS DE		
01APR				USD OUR: 0916500256TC	104.45	ELECTRONIC FUNDS TRANSFER ORIG CO NAME:EBS C-3N 030321 ORIG ID:9020571072 DESC DATE:030401 CO ENTRY DESCR: PENSIONS SEC:PPD TRACE#:021000026500256 EED:030401 IND ID:GYW000000094401 IND NAME:GRACE CORP BENEFITS DE		
01APR				USD OUR: 0916500246TC	133.21	ELECTRONIC FUNDS TRANSFER ORIG CO NAME:EBS C-3N 030321 ORIG ID:9020571072 DESC DATE:030401 CO ENTRY DESCR: PENSIONS SEC:PPD TRACE#:021000026500246 EED:030401 IND ID:GWT000000092401 IND NAME:GRACE CORP BENEFITS DE		
01APR				USD OUR: 0916500228TC	234.56	ELECTRONIC FUNDS TRANSFER ORIG CO NAME:EBS C-3N 030321 ORIG ID:9020571072 DESC DATE:030401 CO ENTRY DESCR: PENSIONS SEC:PPD TRACE#:021000026500228 EED:030401 IND ID:GRF000000094401 IND NAME:GRACE CORP BENEFITS DE		
01APR				USD OUR: 0916500235TC	333.49	ELECTRONIC FUNDS TRANSFER ORIG CO NAME:EBS C-3N 030321		

TS

W.R. GRACE AND COMPANY
SYRACUSE FUNDING ACCOUNT
ATTN: DARLEN PARLIN
62 WHITTEMORE AVENUE
CAMBRIDGE MA 02140

Account No:
Statement Start Date:
Statement End Date:
Statement Code:
Statement No:

016-001257
01 APR 2003
15 APR 2003
S00-USA-22
007
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Ledger Date	Adj Ledger Date	Value Date	F T	References	Credit/Debit	Description	Date	Closing Balances Amount
CREDITS CONTINUED								
01APR				USD OUR: 0916500226TC	339.01	ORIG ID:9020571072 DESC DATE:030401 CO ENTRY DESCR: PENSIONS SEC:PPD TRACE#:021000026500235 EED:030401 IND ID:GR0000000094401 IND NAME:GRACE CORP BENEFITS DE ELECTRONIC FUNDS TRANSFER ORIG CO NAME:EBS C-3N 030321 ORIG ID:9020571072 DESC DATE:030401 CO ENTRY DESCR: PENSIONS SEC:PPD TRACE#:021000026500226 EED:030401 IND ID:GR0000000094401 IND NAME:GRACE CORP BENEFITS DE ELECTRONIC FUNDS TRANSFER		
01APR				USD OUR: 0916500248TC	339.01	ORIG CO NAME:EBS C-3N 030321 ORIG ID:9020571072 DESC DATE:030401 CO ENTRY DESCR: PENSIONS SEC:PPD TRACE#:021000026500248 EED:030401 IND ID:GW0000000094401 IND NAME:GRACE CORP BENEFITS DE ELECTRONIC FUNDS TRANSFER		
01APR				USD OUR: 0916500247TC	445.12	ORIG CO NAME:EBS C-3N 030321 ORIG ID:9020571072 DESC DATE:030401 CO ENTRY DESCR: PENSIONS SEC:PPD TRACE#:021000026500247 EED:030401 IND ID:GWY0000000094401 IND NAME:GRACE CORP BENEFITS DE ELECTRONIC FUNDS TRANSFER		
01APR				USD OUR: 0916500252TC	700.43	ORIG CO NAME:EBS C-3N 030321 ORIG ID:9020571072 DESC DATE:030401 CO ENTRY DESCR: PENSIONS SEC:PPD TRACE#:021000026500252 EED:030401 IND ID:GYG0000000094401 IND NAME:GRACE CORP BENEFITS DE ELECTRONIC FUNDS TRANSFER		
01APR				USD OUR: 0916500258TC	988.82	ORIG CO NAME:EBS C-3N 030321 ORIG ID:9020571072 DESC DATE:030401 CO ENTRY DESCR: PENSIONS SEC:PPD TRACE#:021000026500258 EED:030401 IND ID:NQV0000000092401 IND NAME:GRACE CORP BENEFITS DE ELECTRONIC FUNDS TRANSFER		
01APR				USD OUR: 0916500255TC	991.37	ORIG CO NAME:EBS C-3N 030321 ORIG ID:9020571072 DESC DATE:030401 CO ENTRY DESCR: PENSIONS SEC:PPD TRACE#:021000026500255 EED:030401 IND ID:NQV0000000092401 IND NAME:GRACE CORP BENEFITS DE ELECTRONIC FUNDS TRANSFER		